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COMMISSION CLERK

DATE: NOVEMBER 20, 2003

TO: DIRECTOR, DIVISION OF THE COMMISSION CLERK & ADMINISTRATIVE SERVICES (BAYÓ)

FROM: DIVISION OF COMPETITIVE MARKETS & ENFORCEMENT (T.WILLIAMS)
OFFICE OF THE GENERAL COUNSEL (J.ROJAS V.MCKAY) *SM C.I.F.*

RE: DOCKET NO. 031053-TA - REQUEST FOR CANCELLATION OF AAV/CLEC CERTIFICATE NO. 3151 BY METROPOLITAN FIBER SYSTEMS OF FLORIDA, INC., EFFECTIVE 1/2/04.

DOCKET NO. 031054-TA - REQUEST FOR CANCELLATION OF AAV/CLEC CERTIFICATE NO. 4040 BY MCI WORLDCOM COMMUNICATIONS, INC., EFFECTIVE 1/2/04.

DOCKET NO. 031055-TS - REQUEST FOR CANCELLATION OF STS CERTIFICATE NO. 1669 BY ACCESS NETWORK SERVICES, INC., EFFECTIVE 1/2/04.

AGENDA: 12/02/03 - REGULAR AGENDA - FINAL ORDER

CRITICAL DATES: NONE

SPECIAL INSTRUCTIONS: NONE

FILE NAME AND LOCATION: S:\PSC\CMP\WP\031053.RCM

CASE BACKGROUND

Due to the Plan of Reorganization under title 11 of chapter 11 of the United States Code (the "Bankruptcy Code"), Case No. 02-13533(AJG), having been filed with the Bankruptcy Court by WorldCom, Inc. and approved by said Bankruptcy Court on October 31, 2003, the above certificates have been requested to be cancelled.

DOCUMENT NUMBER-DATE
11757 NOV 20 8
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November 7, 2003

BY HAND DELIVERY

Ms. Blanca Bayó, Director
Division of Commission Clerk and
Administrative Services
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

Re: Notification of Restructuring and Certain Related Intra-Corporate Transactions
Undertaken to Consummate Plan of Reorganization Under Chapter 11 of the
Federal Bankruptcy Code

Dear Ms. Bayó,

On behalf of WorldCom, Inc. ("WorldCom" or "the Company") and its Florida public utility subsidiaries listed on Exhibit 1 hereto (together "WorldCom"), we are pleased to advise you that on October 31, 2003, Judge Arthur Gonzalez of the United States Bankruptcy Court for the Southern District of New York confirmed WorldCom's Plan of Reorganization under Chapter 11 of the Federal Bankruptcy Code (the "Plan").¹ The Judge's action permits the Company to undertake the final steps necessary to consummate the Plan and to emerge from bankruptcy. As we previously advised the Commission, these final steps include certain corporate restructuring and related transactions that are essential aspects of Plan and the Company's emergence from Chapter 11 bankruptcy protection. For the Commission's reference, this letter describes the internal corporate restructuring that will now take place and requests that the Commission cancel certain certificates held by Company subsidiaries whose operations will be consolidated with those of MCImetro Access Transmission Services LLC ("MCImetro") as part of the reorganization, and to cancel the certificate of Access Network Services, Inc.. MCImetro will shortly be filing with the Commission appropriate tariff changes to reflect this internal corporate consolidation, which is described more fully below.

¹ The Plan of Reorganization (Ex. A to WorldCom's May 23, 2003 Disclosure Statement), the Supplement to Debtors' Disclosure Statement, dated July 3, 2003, additional Supplements to the Disclosure Statement, the Debtor's Modified Second Amended Joint Plan of Reorganization, dated October 21, 2003, and related documents are publicly available on-line at <http://global.mci.com/news/infodesk>.

DOCUMENT NUMBER-DATE

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FPSC-COMMISSION CLERK

As another critical part of the reorganization, many of the existing operating subsidiaries and holding company subsidiaries will be merged or dissolved so that the New MCI operates under a more rationally organized corporate legal structure. This streamlining is intended to achieve operating efficiencies, cost savings, and administrative benefits. The more efficient structure also will reduce duplication of effort and confusion in the New MCI's dealings with regulators, other government agencies, vendors, and customers.

There are five subsidiaries of WorldCom currently operating as competitive local exchange carriers ("CLECs") in Florida. Each of these subsidiaries currently holds a separate certificate of public convenience and necessity and files its own tariffs separate from the other subsidiaries. The consolidation of CLEC operations envisioned by the Plan of Reorganization will result in the merger of the below-noted CLEC operations into MCImetro. MCImetro is the entity that is best known for providing the residential "Neighborhood" service. It will now be the primary entity providing residential and business local services for New MCI. Specifically, the CLEC consolidation will incorporate the following transactions:

- Metropolitan Fiber Systems of Florida, Inc., will be merged into MCImetro and will no longer offer service in Florida. Therefore, as noted above, MCImetro is filing tariff revisions so that all current customers will continue to receive service under the same rates, terms, and conditions as they currently enjoy. Insofar as this company will no longer be providing service following the consolidation, WorldCom requests that its certificate be cancelled by the Commission effective January 1, 2004, or upon the tariff changes becoming effective, whichever date is later.
- The CLEC operations of MCI WorldCom Communications, Inc. ("MCI Communications"), will also be merged into MCImetro, and appropriate tariff revisions will be made to incorporate its existing local rates and services into MCImetro's tariff. In contrast to the other CLEC mergers, however, MCI Communications will continue to operate as an interexchange carrier and offer long distance service pursuant to its existing certificate following the consolidation. Therefore the Company is not requesting that its IXC certificate be cancelled.
- The CLEC operations of Intermedia Communications, Inc. ("ICI") will not be consolidated into MCImetro at this time. Instead, ICI will be merged into a newly-formed, wholly-owned subsidiary of New MCI at the time of emergence, but there will be no change to the rates, terms and conditions of the services being provided to Intermedia customers as a result of that restructuring.
- Access Network Services, Inc. (ANSI) holds an STS certificate in Florida, but it is not providing any services, nor does it have any customers, in Florida at this time. Therefore, WorldCom requests that ANSI's STS certificate be cancelled.

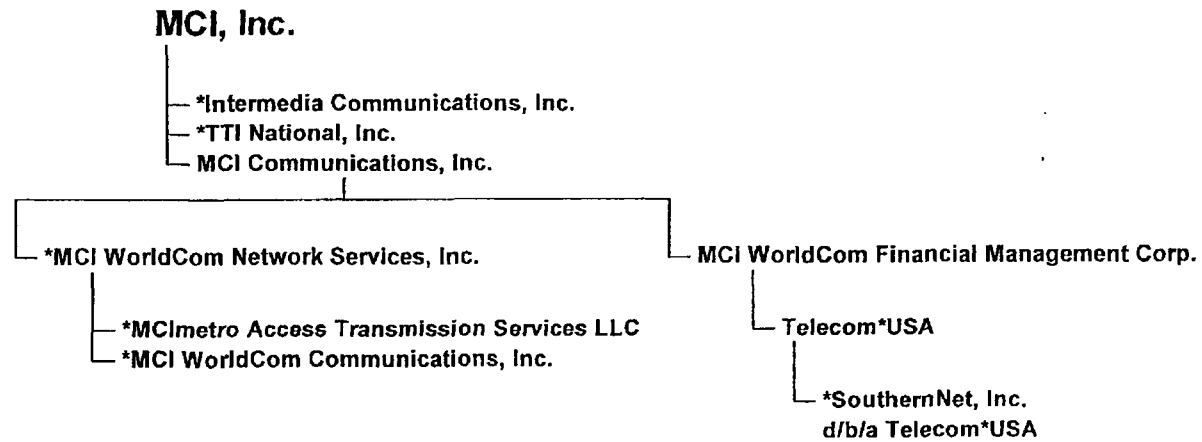
Exhibit 1

CERTIFICATED OPERATING SUBSIDIARIES

Exhibit 2

ORGANIZATION CHARTS

Florida Post Reorganization Structure



* Denotes entities regulated by Commission